

UNITED STATES BANKRUPTCY COURT		Southern	DISTRICT OF	New York	PROOF OF CLAIM
Name of Debtor		Case Number			
Delphi Automotive Systems LLC		05-44640			
NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.					
Name of Creditor (The person or other entity to whom the debtor owes money or property): PBR Columbia LLC		<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars. <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case. <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the court.			
Name and address where notices should be sent: PBR Columbia LLC Attn: David Wheeler 201 Metropolitan Dr. West Columbia, SC 29170 Telephone number: (803) 822-2006		THIS SPACE IS FOR COURT USE ONLY			
Last four digits of account or other number by which creditor identifies debtor:		Check here <input type="checkbox"/> replaces if this claim <input checked="" type="checkbox"/> amends a previously filed claim, dated: 4/6/06			
1. Basis for Claim <input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____		<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of your SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)			
2. Date debt was incurred: Date goods shipped.		3. If court judgment, date obtained:			
4. Classification of Claim. Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed. See reverse side for important explanations.					
Unsecured Nonpriority Claim \$ 447,071.08 <input checked="" type="checkbox"/> Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.					
Unsecured Priority Claim <input type="checkbox"/> Check this box if you have an unsecured claim, all or part of which is entitled to priority. Amount entitled to priority \$ _____ Specify the priority of the claim: <input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B) <input type="checkbox"/> Wages, salaries, or commissions (up to \$10,000),* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4). <input type="checkbox"/> Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).					
Secured Claim <input checked="" type="checkbox"/> Check this box if your claim is secured by collateral (including a right of setoff). Brief Description of Collateral: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other _____ Value of Collateral: \$ 1,508,953.50 setoff amount Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____					
5. Total Amount of Claim at Time Case Filed:		\$447,670.98	1,508,953.50	0	\$1,956,624.48
<input type="checkbox"/> Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.					
6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.					
7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.					
8. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.					
Date	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any):				THIS SPACE IS FOR COURT USE ONLY
5/16/06	 David Wheeler General Manager				CLAIMS PROCESSING CENTER USE C, SEC 1

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

APPENDIX TO PBR COLUMBIA LLC PROOF OF CLAIM

PBR Columbia LLC ("PBR Columbia") holds pre-petition claims against Delphi Automotive Systems LLC ("Delphi Automotive" or the "Debtors")¹ as set forth in the attached Proof of Claim (the "Claim").

Upon information and belief, documents supporting the Claim are in the possession of Delphi Automotive. The numerous invoices, purchase orders, contracts and other supporting documents are too voluminous to attach to the Claim. However, PBR Columbia has attached hereto a summary of its Claim, including a breakdown of its setoff claim, which has already been submitted to Delphi Automotive.

PBR Columbia is a party to various pre-petition agreements and arrangements with Delphi Automotive, pursuant to which PBR Columbia could be deemed to hold a prepetition claim on account of claims that are not currently liquidated, or which remain contingent. A summary of all potential unliquidated contingent claims would be unduly burdensome, if not impossible. PBR Columbia reserves all of its rights with respect to claims under its agreements or arrangements with Delphi Automotive or any of the Debtors.

PBR Columbia further reserves its rights to amend, modify or supplement this proof of claim at any time, including, without limitation, to assert claims on account of: (i) other obligations arising under agreements or arrangements or otherwise that may be deemed to be prepetition in nature; (ii) indemnification, setoff, recoupment or other rights; (iii) any consequential or other contractual damages; and (iv) any other causes of action sounding in contract, tort or otherwise, under statute or other applicable law, including counterclaims, relating to PBR Columbia's agreements, arrangements and dealings with Delphi Automotive. PBR Columbia further reserves the right to assert any administrative claims against the Debtor arising under agreements, arrangements or otherwise, including without limitation any right to assert that some or all of the amounts due are not prepetition claims.

¹ The contracts, purchase orders and other documents that form the basis for the claims are between PBR Columbia and Delphi Energy & Chassis Systems. While Delphi Automotive's Schedule F lists PBR Columbia as a creditor and its Schedule G lists executory contracts with PBR Columbia, PBR Columbia is uncertain if Delphi Energy & Chassis Systems is a division of Delphi Automotive or Delphi Corporation. Therefore, out of an abundance of caution, PBR Columbia is filing identical claims in both cases.

Appendix - Summary

No Payments - Current Balance	\$ 1,319,065.56
Missing Receipts	\$ 30,168.84
Quadsteer Non-payments	\$ 222,279.77
Pricing Issues	\$ 97,806.81
Quadsteer obsolescence claim	\$ 287,303.50
	\$ 1,956,624.48

Appendix - Summary of Setoff Claim

Delphi	Invoice		
Invoice #	Date	Amount	Part Numbers
86719034	8/10/2005	\$ 10,504.00	B140/1-002
86735062	8/11/2005	\$ 33,634.92	B140/1-002
86737397	8/12/2005	\$ 17,854.08	K389-001/2/3/4
86884990	9/1/2005	\$ 83,340.00	B140/1-002/1
86866521	9/2/2005	\$ 17,854.08	K389-001/2/3/4
86885778	9/5/2005	\$ 67,933.44	B140/1-001
86905469	9/8/2005	\$ 116,428.80	B140/1-002/1
86907801	9/9/2005	\$ 17,854.08	K389-001/2/3/4
86908853	9/12/2005	\$ 63,687.80	B140/1-001
90098084	9/14/2005	\$ (495.35)	B141-001
86949463	9/15/2005	\$ 149,150.52	B140/1-002/1
86985130	9/21/2005	\$ 123,129.36	B140/1-001
86996579	9/23/2005	\$ 11,296.32	K389-001/2/3/4
90170746	9/26/2005	\$ (8,728.80)	B140-002
87038829		\$ 112,621.92	Invoice Missing
87040769		\$ 2,122.92	Invoice Missing
87041911	9/30/2005	\$ 11,296.32	K389-001/2/3/4
87086505	10/6/2005	\$ 128,276.08	B140/1-002/1
87089350	10/7/2005	\$ 11,112.96	K389-001/2/3/4
		\$ 968,873.25	

INVOICE PO#	Amt
1043 9014461	2,509.08
8262 0050065788	19,308.00
8473 0050085788	68,068.80
8342 0550056755	393.12
8479 055004296/0550055838	83.52
8481 0550056755	393.12
8486 0550037213/0550056755	407.18
8497 0550004296/0550055838	83.52
8499 0550056755	392.12
8510 0550004296/05500055080	83.52
8820 0550065788	2,536.20
8818 0550065788	2,536.20
8825 0550065788	15,446.40
8948 0550074875	61,785.60
8926 0550065788	61,785.60
8884 0550065788	7,723.20
8991 0550074875	44,408.40
9048 0550074875	57,924.00
1015380 not our invoice	93,772.52
5884 0550038469	17,764.92
8738 0550037213/055005677	282.88
8772 0550004296/0550069751	63.36
8774 0550057213/0550056755	292.32
8782 0550004296	73.65
8783 0550037213/0550056755	292.32
8795 0550037213/0550056755	292.32
8814 0550037213/0550056755	292.32
8829 0550037213/0550056755	292.32
9371 0550069749/0551069750/0550069751	25,638.12
10351 0550067949/0550069750/0550069751 Bosch invoice	40,291.80
8366 0550056755	393.12
8725 0550037213/0550056755	292.32
8851 055003713/0550056755	292.32
9095 0550037213	152.64
8489 0550069113	15,733.44
	<u>542,080.25</u>

UNITED STATES BANKRUPTCY COURT		Southern	DISTRICT OF New York
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Name of Debtor Delphi Corporation	Case Number 05-44481
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NOTE: This form should not be used to make a claim for an administrative expense arising after the commencement of the case. A "request" for payment of an administrative expense may be filed pursuant to 11 U.S.C. § 503.

Name of Creditor (The person or other entity to whom the debtor owes money or property): PBR Columbia LLC	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of claim relating to your claim. Attach copy of statement giving particulars.
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Name and address where notices should be sent: PBR Columbia LLC Attn: David Wheeler 201 Metropolitan Dr. West Columbia, SC 29170 Telephone number: (803) 822-2006	<input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.
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Last four digits of account or other number by which creditor identifies debtor:	<input type="checkbox"/> Check here <input type="checkbox"/> replaces if this claim <input checked="" type="checkbox"/> amends a previously filed claim, dated: 4/6/06
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1. Basis for Claim <input checked="" type="checkbox"/> Goods sold <input type="checkbox"/> Services performed <input type="checkbox"/> Money loaned <input type="checkbox"/> Personal injury/wrongful death <input type="checkbox"/> Taxes <input type="checkbox"/> Other _____	<input type="checkbox"/> Retiree benefits as defined in 11 U.S.C. § 1114(a) <input type="checkbox"/> Wages, salaries, and compensation (fill out below) Last four digits of your SS #: _____ Unpaid compensation for services performed from _____ to _____ (date) (date)
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2. Date debt was incurred: Date goods shipped.	3. If court judgment, date obtained:
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4. Classification of Claim. Check the appropriate box or boxes that best describe your claim and state the amount of the claim at the time case filed
See reverse side for important explanations.

Unsecured Nonpriority Claim \$ 447,071.08

Check this box if: a) there is no collateral or lien securing your claim, or b) your claim exceeds the value of the property securing it, or if c) none or only part of your claim is entitled to priority.

Unsecured Priority Claim

Check this box if you have an unsecured claim, all or part of which is entitled to priority.

Amount entitled to priority \$ _____

Specify the priority of the claim:

Domestic support obligations under 11 U.S.C. § 507(a)(1)(A) or (a)(1)(B)

Wages, salaries, or commissions (up to \$10,000),* earned within 180 days before filing of the bankruptcy petition or cessation of the debtor's business, whichever is earlier - 11 U.S.C. § 507(a)(4).

Contributions to an employee benefit plan - 11 U.S.C. § 507(a)(5).

Secured Claim

Check this box if your claim is secured by collateral (including a right of setoff).

Brief Description of Collateral:

Real Estate Motor Vehicle Other setoff
Value of Collateral: \$ 1,508,953.50 setoff amount

Amount of arrearage and other charges at time case filed included in secured claim, if any: \$ _____

Up to \$2,225* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use - 11 U.S.C. § 507(a)(7).

Taxes or penalties owed to governmental units - 11 U.S.C. § 507(a)(8).

Other - Specify applicable paragraph of 11 U.S.C. § 507(a)(____).

*Amounts are subject to adjustment on 4/1/07 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

5. Total Amount of Claim at Time Case Filed: \$447,670.98 1,508,953.50 0 \$1,956,624.48

(unsecured) (secured) (priority) (Total)

Check this box if claim includes interest or other charges in addition to the principal amount of the claim. Attach itemized statement of all interest or additional charges.

6. Credits: The amount of all payments on this claim has been credited and deducted for the purpose of making this proof of claim.

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7. Supporting Documents: Attach copies of supporting documents, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, court judgments, mortgages, security agreements, and evidence of perfection of lien. DO NOT SEND ORIGINAL DOCUMENTS. If the documents are not available, explain. If the documents are voluminous, attach a summary.

8. Date-Stamped Copy: To receive an acknowledgment of the filing of your claim, enclose a stamped, self-addressed envelope and copy of this proof of claim.

MAY 26 2006

Date 5/16/06	Sign and print the name and title, if any, of the creditor or other person authorized to file this claim (attach copy of power of attorney, if any): 	CLAIMS PROCEDURE 11 U.S.C. § 501
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David Wheeler
General Manager

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86864990		9/1/2005	\$ 83,340.00	B140/1-002/1
86866521		9/2/2005	\$ 17,854.08	K389-001/2/3/4
86885778		9/5/2005	\$ 67,933.44	B140/1-001
86905489		9/8/2005	\$ 118,428.80	B140/1-002/1
86907601		9/9/2005	\$ 17,854.08	K389-001/2/3/4
86908853		9/12/2005	\$ 63,687.80	B140/1-001
90098084		9/14/2005	\$ (485.35)	B141-001
86949463		9/15/2005	\$ 149,150.52	B140/1-002/1
86985130		9/21/2005	\$ 123,129.36	B140/1-001
86996579		9/23/2005	\$ 11,296.32	K389-001/2/3/4
90170746		9/26/2005	\$ (8,728.80)	B140-002
87038829			\$ 112,621.92	Invoice Missing
87040769			\$ 2,122.92	Invoice Missing
87041911		9/30/2005	\$ 11,296.32	K389-001/2/3/4
87086505		10/6/2005	\$ 126,276.08	B140/1-002/1
87089350		10/7/2005	\$ 11,112.96	K389-001/2/3/4
			\$ 966,873.26	

**Additional setoff
amount on following
page.*

INVOICE PO#	Amt
1043 9014461	2,509.08
8262 0050065788	19,308.00
8473 0050085788	68,068.80
8342 0550056755	393.12
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8481 0550056755	393.12
8486 0550037213/0550056755	407.16
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8499 0550056755	392.12
8510 0550004296/05500055080	83.52
8820 0550065788	2,536.20
8818 0550065788	2,536.20
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8738 0550037213/055005677	282.88
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8774 0550057213/0550056755	292.32
8782 0550004296	73.65
8783 0550037213/0550056755	292.32
8795 0550037213/0550056755	292.32
8814 0550037213/0550056755	292.32
8829 0550037213/0550056755	292.32
9371 0550069749/0551069750/0550069751	25,638.12
10351 0550067949/0550069750/0550069751 Bosch invoice	40,291.80
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8725 0550037213/0550056755	292.32
8851 055003713/0550056755	292.32
9095 0550037213	152.64
8489 0550069113	15,733.44
	<u>542,080.25</u>

* Total set off
amount \$1,508,932.50